Filed this 12th day of October, 1999

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Secretary of State

STATE OF SOUTH DAKOTA

Statement of Legal Newspaper Ownership and Circulation

Joyce Hazeltine

SECRETARY OF STATE

Return to: Secretary of State, 500 E. Capitol, Pierre, SD 57501-5077

1. TITLE OF NEWSPAPER	2. DATE OF FILING
Vermillion Plain Talk	10-7-99

3. FREQUENCY OF ISSUE	3A. NO. OF ISSUES PUBLISHED ANNUALLY	3B. ANNUAL SUBSCRIPTION PRICE
Weekly		23.00

4. COMPLETE MAILING ADDRESS OF KNOWN OFFICE OF PUBLICATION *(Street, City, County, State and ZIP+4 Code) (Not printers)*
P.O. Box 256, Vermillion, Clay, SD 57069-0256

5. COMPLETE MAILING ADDRESS OF THE HEADQUARTERS OR GENERAL BUSINESS OFFICES OF THE PUBLISHER *(Not printer)*
P.O. Box 256, Vermillion, Clay, SD 57069-0256

6. FULL NAME OF PUBLISHER:
Wm. H. Willroth

7. OWNER *(If owned by a corporation, its name and address must be stated and list on the back of this form the names and addresses of stockholders owning or holding 1 percent or more of total amount of stock. If not owned by a corporation, the names and addresses of the individual owners must be given. If owned by a partnership or other unincorporated firm, its name and address, as well as that of each individual must be given.*

FULL NAME	COMPLETE MAILING ADDRESS
See Attached Sheet	

8. KNOWN BONDHOLDERS, MORTGAGEES, AND OTHER SECURITY HOLDERS OWNING OR HOLDING 1 PERCENT OR MORE OF TOTAL AMOUNT OF BONDS. MORTGAGES OR OTHER SECURITIES *(If there are none, so state. If more space is needed, list on back of this form)*
See Attached Sheet

9. EXTENT AND NATURE OF CIRCULATION *(See instructions on reverse side)*	AVERAGE NO. COPIES EACH ISSUE D PRECEDING 12 MONTHS	ACTUAL NO. COPIES ISSUE NEAREST TO FILING DATE
A. TOTAL NO. COPIES *(Net Press Run)*	1950	1950
B. PAID AND/OR REQUESTED CIRCULATION 1. Sales through dealers and carriers, street vendors and counter sales	375	367
2. Mail Subscription *(Paid and or requested)*	1475	1481
C. TOTAL PAID AND/OR REQUESTED CIRCULATION *(Sum of 10B1 and 10B2)*	1850	1848
D. FREE DISTRIBUTION BY MAIL, CARRIER OR OTHER MEANS	15	10
SAMPLES, COMPLIMENTARY, AND OTHER FREE COPIES		
E. TOTAL DISTRIBUTION *(Sum of C and D)*	1865	1858
F. COPIES NOT DISTRIBUTED 1. Office use, left over, unaccounted, spoiled after printing	85	92
2. Return from News Agents		
G. TOTAL *(Sum of E, F1 and 2 -- should equal net press run shown in A)*	1950	1950

I swear that the statements made by me above are correct and complete.

SIGNATURE AND TITLE OF PUBLISHER/BUSINESS MANAGER OR OWNER
WH Willroth

State of South Dakota)
: s
County of Clay)

(Seal)

Sworn to before me this 8th day of October, 1999

Joan E. Willroth
Notary Public

My commission expires April 17, 2005

My Commission Expires

Form: SOS REC 051 01/93

MORRIS COMMUNICATIONS CORPORATION
d/b/a
AMARILLO DAILY NEWS/GLOBE-TIMES
LUBBOCK AVALANCHE-JOURNAL
THE FLORIDA TIMES-UNION
THE ST. AUGUSTINE RECORD
THE TOPEKA CAPITAL-JOURNAL
WINTER HAVEN NEWS CHIEF
ALL STAUFFER COMMUNITY NEWSPAPERS
HARDEEVILLE TIMES
JASPER COUNTY SUN
THE ALASKA JOURNAL OF COMMERCE
GRAY'S SPORTING JOURNAL AND ALASKA MAGAZINE
QUARTER HORSE NEWS AND BARREL HORSE NEWS

STATEMENT OF OWNERSHIP, MANAGEMENT AND CIRCULATION - 1999

QUESTION 10: MORRIS COMMUNICATIONS CORPORATION
P. O. Box 936, Augusta, GA 30903-0936

A wholly-owned subsidiary of SHIVERS TRADING & OPERATING COMPANY, P. O. Box 936, Augusta, GA 30903

Stockholders of SHIVERS TRADING & OPERATING COMPANY, Augusta, GA, owning more than 1% of the outstanding stock are:

W. S. Morris III	Augusta, GA
Mary E. Morris	Augusta, GA
W. S. Morris IV	Augusta, GA
J. Tyler Morris	Augusta, GA
Susie Morris Baker	Augusta, GA
THE MORRIS FAMILY LIMITED PARTNERSHIP	Augusta, GA

Addresses for all of the above corporations, individuals, trustees and partnership are: P. O. Box 936, Augusta, GA 30903-0936.

QUESTION 11: Known bondholders, mortgagees and other security holders owning or holding 1% or more of total amount of bonds, mortgages or other securities of MORRIS COMMUNICATIONS CORPORATION, Augusta, GA; or SHIVERS TRADING & OPERATING COMPANY, Augusta, GA, are:

(See attached list)

The Chase Manhattan Bank	37th Floor 270 Park Avenue New York NY 10017
ABN AMRO Bank N.V.	135 South LaSalle Street Suite 2805 Chicago IL 60603
Bank of Hawaii	1850 N. Central Avenue Phoenix AZ 85004-4541
Bank of Montreal	115 South LaSalle Street Chicago IL 60603
The Bank of New York	One Wall Street, 16th Floor New York NY 10286
The Bank of Nova Scotia	165 Broadway - 26th Floor New York NY 10006
Banque Paribas	Media & Telecommunications Finance Group 787 Seventh Avenue, 32nd Floor New York NY 10019
Canadian Imperial Bank of Commerce CIBC Inc.	425 Lexington Avenue New York NY 10017
Corestates Bank, N.A.	1339 Chestnut Street FC1-8-11-28 Philadelphia PA 19107
First National Bank of Boston	100 Federal Street Boston MA 02110
First National Bank of Maryland	25 South Charles Street Baltimore MD 21202
First Union National Bank of North Carolina	301 South College Street - DC5 Charlotte NC 28288
Fleet National Bank	175 Water Street, 28th Floor New York NY 10017
The Fuji Bank, Ltd.	Two World Trade Center, 79th Floor New York NY 10048
The Industrial Bank of Japan, Ltd.	Atlanta Agency 191 Peachtree Street, NE, Suite 3600 Atlanta GA 30303
Keybank National Association	127 Public Square Mail Code OH-01-27-0602 Cleveland OH 44114
Long Term Credit Bank of Japan	Marquis 1 Tower, Suite 2801 245 Peachtree Center Avenue Atlanta GA 30303

Merrill Lynch Senior Floating Rate Fund, Inc.	800 Scudders Mill Road - Area 2C Plainsboro NJ 08536
The Mitsubishi Trust and Banking Corporation	520 Madison Avenue, 26th Floor New York NY 10022
Merrill Lynch Prime Rate Portfolio	MLAM Accounting 500 College Road - 4E Plainsboro NJ 08536
Nationsbank of Texas, N.A.	901 Main Street, 64th Floor Dallas TX 75202
State Street Bank/Corporate Trust Octagon Loan Trust	2 International Place Boston MA 02110-2804
PNC Bank, N.A.	1600 Market Street, 21st Floor Philadelphia PA 19103
Royal Bank of Canada	One Liberty Plaza New York NY 10006
Royal Bank of Scotland	88 Pine Street, 26th Floor New York NY 10005-18001
Senior Debt Portfolio c/o Boston Management and Research	24 Federal Street, 6th Floor Boston MA 02110
SunTrust Bank of Central Florida	Mail Code FL-Orlando-1109 200 South Orange Avenue Orlando FL 32801
The Toronto Dominion Bank	909 Fanin, Suite 1700 Houston TX 77010
Union Bank of California	445 South Figueroa Street Los Angeles, CA 90071
Van Kampen Prime Rate Income Income Trust Department	2 International Plaza, 5th Floor Boston MA 02110
SouthTrust Bank	P. O. Box 1332 Augusta, Georgia